U.S. Department of Labor Office of Labor-Management Standards Washington, DC 20210

FORM LM-30 LABOR ORGANIZATION OFFICER AND **EMPLOYEE REPORT**

Form approved Office of Management and Budget No. 1215-0188 Expires 11-30-2006

For Official Use Only	COOLEGE
READ THE INSTRUCTIONS CAREFUL	LY BEFORE PREPARING THIS REPORT.
	OLANS DEED
File Number U - 6058	2. Fiscal Year Covered From:
	1 / 1 / 2004 Through: 12 / 31 / 2004
Name and address of person filing.	4. Name, file number, and address of labor organization.
lame Boyd D Young	Name USW (formerly PACE)
	Labor Organization File Number 000-318
P.O. Box, Bldg., Room No., if any P.O. Box 1475	P.O. Box, Building and Room Number, if any P.O. Box 1475
Street 3340 Perimeter Hill Drive	Street 3340 Perimeter Hill Drive
Nashville	City Nashville
State Tennessee ZIP Code + 4 37211-4124	State Tennessee ZIP Code + 4 37211-4124
Executive Vice President Enter appropriate data below if, during the past fiscal year, you or your spo- (except as specified in the exclu-	sions set forth in the instructions):
Executive Vice President Enter appropriate data below if, during the past fiscal year, you or your spo- (except as specified in the exclu- Held an interest in, engaged in transactions (including loans) with, or one tary value from an employer whose employees your organizations.	derived income or other economic benefit of on represents or is actively seeking to represent.
Executive Vice President Enter appropriate data below if, during the past fiscal year, you or your spo- (except as specified in the exclu- Held an interest in, engaged in transactions (including loans) with, or one tary value from an employer whose employees your organizations.	derived income or other economic benefit of on represents or is actively seeking to represent. 7.a. Nature of Interest, Transaction, or Income.
Executive Vice President Enter appropriate data below if, during the past fiscal year, you or your sponsor (except as specified in the exclusion. Held an interest in, engaged in transactions (including loans) with, or one tary value from an employer whose employees your organization. Name and address of Employer (including trade name, if any).	derived income or other economic benefit of on represents or is actively seeking to represent.
Enter appropriate data below if, during the past fiscal year, you or your sponsor (except as specified in the exclusion of th	derived income or other economic benefit of on represents or is actively seeking to represent. 7.a. Nature of Interest, Transaction, or Income. 1/22/04 - "Get acquainted meeting" dinner with
Enter appropriate data below if, during the past fiscal year, you or your spondexcept as specified in the exclusion. Held an interest in, engaged in transactions (including loans) with, or one tary value from an employer whose employees your organization. Name and address of Employer (including trade name, if any). Itame Smurfit-Stone Container Corporation.	derived income or other economic benefit of on represents or is actively seeking to represent. 7.a. Nature of Interest, Transaction, or Income. 1/22/04 - "Get acquainted meeting" dinner with
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Enter appropriate data below if, during the past fiscal year, you or your sponsor (except as specified in the exclusion). Held an interest in, engaged in transactions (including loans) with, or onetary value from an employer whose employees your organization. Name and address of Employer (including trade name, if any). Name Smurfit-Stone Container Corporation Trade Name, if any: P.O. Box, Bldg., Room No., if any Street 150 North Michigan Avenue	derived income or other economic benefit of on represents or is actively seeking to represent. 7.a. Nature of Interest, Transaction, or Income. 1/22/04 - "Get acquainted meeting" dinner with company CEO.
Enter appropriate data below if, during the past fiscal year, you or your spondexcept as specified in the exclusion. Held an interest in, engaged in transactions (including loans) with, or one tary value from an employer whose employees your organization. Name and address of Employer (including trade name, if any). Name Smurfit-Stone Container Corporation Trade Name, if any: P.O. Box, Bldg., Room No., if any Street 150 North Michigan Avenue City Chicago	derived income or other economic benefit of on represents or is actively seeking to represent. 7.a. Nature of Interest, Transaction, or Income. 1/22/04 - "Get acquainted meeting" dinner with company CEO. 7.b. Amount.
Enter appropriate data below if, during the past fiscal year, you or your sponsor (except as specified in the exclusion). Held an interest in, engaged in transactions (including loans) with, or one tary value from an employer whose employees your organization. Name and address of Employer (including trade name, if any). Name Smurfit-Stone Container Corporation Trade Name, if any: P.O. Box, Bldg., Room No., if any Street 150 North Michigan Avenue City Chicago State Illinois ZIP Code + 4 60601-7553	derived income or other economic benefit of on represents or is actively seeking to represent. 7.a. Nature of Interest, Transaction, or Income. 1/22/04 - "Get acquainted meeting" dinner with company CEO. 7.b. Amount.
Enter appropriate data below if, during the past fiscal year, you or your sponsor (except as specified in the exclusion). Held an interest in, engaged in transactions (including loans) with, or ionetary value from an employer whose employees your organization. Name and address of Employer (including trade name, if any). Name Smurfit-Stone Container Corporation Trade Name, if any: P.O. Box, Bldg., Room No., if any Street 150 North Michigan Avenue City Chicago State Illinois ZIP Code +4 60601-7553 Signature and verification. The undersigned declares, under penalty of	derived income or other economic benefit of on represents or is actively seeking to represent. 7.a. Nature of Interest, Transaction, or Income. 1/22/04 - "Get acquainted meeting" dinner with company CEO. 7.b. Amount. \$50 Perjury and other applicable penalties of the law, that all of the information ying documents), has been examined by the signatory and is, to the best of the
Enter appropriate data below if, during the past fiscal year, you or your sponsor (except as specified in the exclusion.) A. Held an interest in, engaged in transactions (including loans) with, or monetary value from an employer whose employees your organization. Name and address of Employer (including trade name, if any). Name Smurfit-Stone Container Corporation Trade Name, if any: P.O. Box, Bldg., Room No., if any Street 150 North Michigan Avenue City Chicago State Illinois ZIP Code + 4 60601-7553 Signature and verification. The undersigned declares, under penalty of submitted in this report (including-trie information contained in any accompany)	derived income or other economic benefit of on represents or is actively seeking to represent. 7.a. Nature of Interest, Transaction, or Income. 1/22/04 - "Get acquainted meeting" dinner with company CEO. 7.b. Amount. \$50 Perjury and other applicable penalties of the law, that all of the information ying documents), has been examined by the signatory and is, to the best of the

Name of Person Filing	File Number U-
B. Held an interest in or derived income or economic benefit with monetary val substantial part of which consists of buying from, selling or leasing to, or other of an employer whose employees your labor organization represents or is activ (2) any part of which consists of buying from or selling or leasing directly or ind dealing with your labor organization or with a trust in which your labor organization.	wise dealing with the business yely seeking to represent, or irectly to, or otherwise
8. Name and address of Business (including trade name, if any).	9. Business deals with:
Name AllianceBernstein Investment Research Mgmt.	
Trade Name, if any:	a. Labor Organization X b. Trust
P.O. Box, Bldg., Room No., if any	, moreoning
Street 8208 Young Court	c. Employer
City Plano	
State Texas ZIP Code + 4 75025-4321	}
10. If 9.b. or 9.c. is checked give trust or employer's name.	11.a. Nature of such dealing.
Name PACE Industry Union-Management Pension Fund	Money manager
Trade Name, if any:	
P.O. Box, Bidg., Room No., if any	
Street 3320 Perimeter Hill Drive	11.b. Approximate dollar value of such dealing.
City Nashville	12.a. Nature of interest held or income received.
State Tennessee ZIP Code + 4 37211-4123	6/21/04 - Benefit Funds Trustee meeting dinner.
	- About 40 people in attendance, including staff and consultants
	- Spouse also in attendance
	12.b. Amount. \$85
C. Received from any employer (other than an employer covered under from any labor relations consultant to an employer any payment of money	
13.a. Name and address of Employer or Labor Relations Consultant (including trade name, if any).	14.a. Nature of payment.
Name N/A	
Trade Name, if any:	
P.O. Box, Bldg., Room No., if any	
Street	
City	
State ZIP Code + 4	
13.b. Is the Business an Employer or Consultant ?	14.b. Amount of payment.

Name of Person Filing		File Number U-
	Part A Continuation Page	

A. Held an interest in, engaged in transactions (including loans) with, or derived in employees your organization represents or is actively seeking to represent.	ncome or other economic benefit of monetary value from an employer whose
Name and address of Employer (including trade name if any).	7.a. Nature of Interest, Transaction, or Income.
Name Tesoro Corporation	4/8/04 - Visit and labor-management meeting and dinner.
Trade Name, if any: Tesoro Hawaii - Kapolei Refinery	- About 30 people in attendance including Local Union Officers
P.O. Box, Bldg., Room No., if any	7.b. Amount.
Street 300 Concord Plaza	
City San Antonio	\$75
State	
A. Held an interest in, engaged in transactions (including loans) with, or derived employees your organization represents or is actively seeking to represent.	income or other economic benefit of monetary value from an employer whose
6. Name and address of Employer (including trade name if any).	7.a. Nature of Interest, Transaction, or Income.
Name Pinnacle Airlines, Inc.	5/6/04 - Labor-management relations meeting and dinner.
Trade Name, if any: Northwest Airlink	
P.O. Box, Bldg., Room No., if any Suite 111	
	7.b. Amount.
Street 1689 Nonconnah Blvd.	
City Memphis	\$75
State Tennessee ZIP Code + 4 38132-2111	
A. Held an interest in, engaged in transactions (including loans) with, or derived employees your organization represents or is actively seeking to represent.	income or other economic benefit of monetary value from an employer whose
Name and address of Employer (including trade name if any).	7.a. Nature of Interest, Transaction, or Income.
Name	
Trade Name, if any:	
P.O. Box, Bidg., Room No., if any	
Street	7.b. Amount.
City	
State ZIP Code + 4	

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Name of Person Filing	File Number U-		
Part B Continuation Page			
B. Held an interest in or derived income or economic henefit with monetary value from a husiness (1) a substantial part of which consists of huving from selling			

8. Name and address of Busines	ss (including trade name, if any).	9. Business deals with:
Name ICC Capital Managerrade Name, if any: P.O. Box, Bldg., Room No., if an Street 390 North Orange City Orlando	gement, Inc. Suite 2700 Avenue	a. Labor Organization b. Trust c. Employer
State Florida 10. If 9.b. or 9.c. is checked give tr	ZIP Code + 4 32801-1643	11.a. Nature of such dealing.
Name PACE Industry Un Trade Name, if any: P.O. Box, Bldg., Room No., if any Street 3320 Perimeter H: City Nashville		Money manager
State Tennessee	ZIP Code + 4 37211-4123	11.b. Approximate dollar value of such dealing.
		12.a. Nature of interest held or income received. 6/23/04 - Benefit Funds Trustee meeting dinner. - About 40 people in attendance, including staff and consultants - Spouse also in attendance
		12.b. Amount. \$122

Name of Person	Filing			File Number U	-	
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Part B Continuation Page

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8. Name and address of Business (including trade name, if any).	9. Business deals with:	
Name Bank of America Corp.	a. Labor Organization	
Trade Name, if any:	di Essoi organizzation	
P.O. Box, Bldg., Room No., if any Bank of America Corp Cntr	b. Trust	
Bank of America Corp Chir	,	
Street 100 North Tryon St.	c. Employer	
City Charlotte		
State North Carolina ZIP Code + 4 28255-0001		ï
10. If 9.b. or 9.c. is checked give trust or employer's name.	11.a. Nature of such dealing.	
Name USW (formerly PACE) International Union	Bank	
Trade Name, if any:		:
- Local Control Contro		:
P.O. Box, Bldg., Room No., if any	1	
Street 3340 Perimeter Hill Drive		
City Nashville		:
State Tennessee ZIP Code + 4 37211-4123	11.b. Approximate dollar value of such dealing.	
	12.a. Nature of interest held or income received.	
	8/25/04 - Meeting regarding Masterd issued to union officers and staff	· · · · · · · · · · · · · · · · · · ·
	- About 35 people present, includir consultants	ng staff and
	12.b. Amount,	\$35

Name of Person Filing	 		F	File Number U-	, <u> </u>	
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Part B Continuation Page

8. Name and address of Business (including trade name, if any).	9. Business deals with:	
Name Weaver Barksdale and Associates	a. Labor Organization	
Trade Name, if any:	b. Trust	!
P.O. Box, Bldg., Room No., if any	5. H330	
Street 30 Burton Hills Blvd.	c. Employer	
City Nashville		
State Tennessee ZIP Code + 4 37215-6140		
10. If 9.b. or 9.c. is checked give trust or employer's name.	11.a. Nature of such dealing.	
Name PACE Industry Union-Management Pension Fund	Money manager	:
Trade Name, if any:		
P.O. Box, Bldg., Room No., if any		
Street 3320 Perimeter Hill Drive		
City Nashville		
State Tennessee ZIP Code + 4 37211-4123	11.b. Approximate dollar value of such dealing.	
	12.a. Nature of interest held or income received.	
	11/14/04 - Benefit Funds Trustee m	eting dinner.
	- About 40 people in attendance, in and consultants	ncluding staff
	- Spouse also in attendance	:
		:
	12.b. Amount.	\$77

Name of Person Filing	File Number U-		
Part B Continuation Page			

Name and address of Business (including trade name, if any).	9. Business deals with:
Name Bank of America Corp.	a. Labor Organization
Trade Name, if any:	▼ b. Trust
P.O. Box, Bldg., Room No., if any Bank of America Corp Cntr	b. Trust
Street 100 North Tryon St.	c. Employer
City Charlotte	
State North Carolina ZIP Code + 4 28255-0001	
10. If 9.b. or 9.c. is checked give trust or employer's name.	11.a. Nature of such dealing.
Name PACE Industry Union-Management Pension Fund	Money manager
Trade Name, if any:	
D.O. Day Bida, Baam No. Warry	*
P.O. Box, Bldg., Room No., if any	
Street 3320 Perimeter Hill Drive	
City Nashville	
State Tennessee ZIP Code + 4 37211-4123	11.b. Approximate dollar value of such dealing.
	12.a. Nature of interest held or income received.
	11/16/04 - Benefit Funds Trustee meeting dinner. (Co-hosted with MassMutual - see below. Dinner
	amount was \$100 total, divided 50/50)
	- About 40 people in attendance, including staff
	and consultants
	12.b. Amount. \$50

Name of Person Filing	File Number U-
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Part B Continuation Page

Name and address of Business (including trade name, if any).	9. Business deals with:
Name MassMutual Financial Group	a. Labor Organization
Trade Name, if any: MML Investors Services, Inc.	b. Trust
P.O. Box, Bidg., Room No., if any	
Street 1295 State Street	c. Employer
City Springfield	
State Massachusetts ZIP Code + 4 37211-4123	
10. If 9.b. or 9.c. is checked give trust or employer's name.	11.a. Nature of such dealing.
Name PACE Industry Union-Management Pension Fund	Money manager
Trade Name, if any:	
P.O. Box, Bldg., Room No., if any	
Street 3320 Perimeter Hill Drive	
City Nashville	
State Tennessee ZIP Code + 4 37211-4123	11.b. Approximate dollar value of such dealing.
	12.a. Nature of interest held or income received.
	11/16/04 - Benefit Funds Trustee meeting dinner. (Co-hosted with Bank of America - see above. Dinner amount was \$100 total, divided 50/50)
	- About 45 people in attendance, including staff and consultants
	12.b. Amount. \$50